

CORPORATE GOVERNANCE REPORT TO BE SUBMITTED ON QUARTERLY BASIS

1. Name of Listed Entity : **KISAN MOULDINGS LIMITED**
2. Quarter ending : **31st March, 2019**

1. Composition of Board of Directors

Title (Mr./ Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive/ Non Executive/ Independent / Nominee)	Date of Appointment in the current term/ cessation	*Tenure	No. of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Sanjeev Amarnath Aggarwal	AFTPA1830N & 00064076	Chairperson – Executive	05.08.2016	-	1 (One)	1 (One)	-
Mr.	Rishav Sanjeev Aggarwal	AFTPA1573N & 05155607	Executive	22.08.2017	-	1 (One)	1 (One)	-
Mr.	Sunil Goyal	AADPG7780L & 00503570	Non- Executive	12.08.2016	-	3 (Three)	5 (Five)	1 (One)
Mr.	Upendra Hosdurg Sundar Kamath	AAFPK7818M & 02648119	Independent	22.08.2017	20 Months	3 (Three)	3 (Three)	2 (Two)
Mr.	Praveenkumar Ramniranjan Tripathi	ABFPT6266M & 03154381	Independent	10.01.2018	15 Months	2 (Two)	2 (Two)	1 (One)
Mrs.	Urvashi Anand Dharadhar	AAEPD1427C & 08279196	Independent	14.11.2018	5 Months	1 (One)	1 (One)	-

* to be filed only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of



the listed entity in continuity without any cooling off period.

II. Composition of Committees						
Name of Committee	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation	III. Meeting of Board of Directors	
				Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting in the relevant quarter	Maximum gap between any two consecutive (in number of days)
1. Audit Committee	Mr. Upendra Hosdurg Sundar Kamath Mr. Sunil Goyal Mr. Praveenkumar Ramnirajan Tripathi Mrs. Urvashi Anand Dharadhar	Chairperson – Independent Director Non-Executive (Non Independent) Director Independent Director Independent Director	22.08.2017 28.01.2006 12.02.2018 14.11.2018	- - - -	14.11.2018	91 days
2. Nomination & Remuneration Committee	Mr. Upendra Hosdurg Sundar Kamath Mr. Sunil Goyal Mr. Praveenkumar Ramnirajan Tripathi	Chairperson – Independent Director Non-Executive (Non Independent) Director Independent Director	22.08.2017 28.01.2006 25.09.2018	- - -		
3. Stakeholders Relationship Committee	Mr. Upendra Hosdurg Sundar Kamath Mr. Sanjeev Amarnath Aggarwal Mr. Rishav Sanjeev Aggarwal	Chairperson – Independent Director Executive Director Executive Director	25.09.2018 06.02.2016 22.08.2017	- - -		
4. Other Committee	a. Executive Committee Mr. Sanjeev Amarnath Aggarwal Mr. Rishav Sanjeev Aggarwal b. Preferential Issue Committee Mr. Sunil Goyal Mr. Sanjeev Amarnath Aggarwal	Chairperson - Executive Director Executive Director Non-Executive (Non Independent) Director Executive Director	- - - -	- - - -		
III. Meeting of Board of Directors						
				Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting in the relevant quarter	Maximum gap between any two consecutive (in number of days)
				14.11.2018	14.02.2019	91 days



IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee			
14.02.2019	Yes. All 4 members were present.	14.11.2018	91 days
Nomination and Remuneration Committee			
14.02.2019	Yes. All 3 members were present.	14.11.2018	91 days
Stakeholders Relationship Committee			
14.02.2019	Yes. All 3 members were present.	14.11.2018	91 days
V. Related Party Transactions			
Subject		Compliance status (Yes/No/NA)	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		N.A.	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		N.A.	
VI. Affirmations			
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Yes			
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015			
a. Audit Committee - Yes			
b. Nomination & Remuneration committee - Yes			
c. Stakeholders Relationship committee - Yes			
d. Risk management committee (applicable to the top 100 listed entities) – Not Applicable			
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Yes			
4. The meetings of the Board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Yes			
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors - Yes			
6. Any comments/ observations / advice of Board of Directors may be mentioned here:-			
Annexure II			
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)			
Item	Disclosure on website in terms of Listing Regulations		Compliance Status (Yes/No/NA)





Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of Conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/whistle blower policy		Yes
Criteria of making payments to non-executive directors		Yes
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		Yes
Email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding Pattern		Yes
Details of agreements entered into with the media companies and/or their associates		NA
New name and the old name of the listed entity		NA
II. Annual Affirmations		
Particulars	Regulation Number	Compliance Status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'Independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board Composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/Compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes



Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non - Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
III. Affirmation		
Particulars		Compliance Status (Yes/No/NA)
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied		Yes




Dharak Mehta

Company Secretary & Compliance Officer

Place: Mumbai

Date: April 15, 2019